



## TO THE ATTENTION OF COMMERCIAL BANK "VICTORIABANK" JSC SHAREHOLDERS

On **June 27, 2025** the Annual Ordinary General Meeting of the C.B. "Victoriabank" JSC was held in mixed form (physical presence and by correspondence).

The General Meeting was attended by shareholders holding 24 499 510 shares with voting rights (votes), which constitutes **97.99%** of the total number of shares with voting rights issued by the Bank.

### The Annual Ordinary General Meeting of Shareholders approved the following:

**1.1.** To take note of Annual financial report of the Bank for the year 2024.

<b>Voting:</b>	<b>for</b>	<b>24103557 -</b>	<b>votes 98.384%</b>
	<b>against</b>	<b>395953 -</b>	<b>votes 1.616 %</b>

**2.1.** To approve the Report of the Board of Directors of the Bank for the year 2024.

<b>Voting:</b>	<b>for</b>	<b>20843206 -</b>	<b>votes 85.077 %</b>
	<b>against</b>	<b>3656304 -</b>	<b>votes 14.923 %</b>

**3.1.** To reconfirm "Deloitte Audit" LLC as the audit entity to perform the audit services and to revise the amount of the fees for services as follows:

- setting the additional fee for conducting audit and review services for the year 2024, in the amount of EUR 36,000, including VAT.
- setting the fee for conducting audit and review services for the year 2025, in the amount of EUR 266,320, including VAT.

<b>Voting:</b>	<b>for</b>	<b>24499316 -</b>	<b>votes 99.999 %</b>
	<b>against</b>	<b>194 -</b>	<b>votes 0.001 %</b>

**4.1.** To approve the Bank's net profit distribution normative for 2025 as follows:

- to direct 70% of the profit of 2025 to increase the equity capital and
- paying dividends to shareholders in the amount of 30% of the profit of 2025

<b>Voting:</b>	<b>for</b>	<b>22798696 -</b>	<b>votes 93.058 %</b>
	<b>against</b>	<b>1700814 -</b>	<b>votes 6.942 %</b>

**5.1.** Approve the allocation of the Bank's annual profit for the year 2024, as follows:

1. Distribution of capital in the form of dividends, from the profit for the year 2024, in the amount of 292,001,062.88 MDL;
2. To approve the method of payment of dividends on the Bank's shares in the total amount of 292,001,062.88 MDL:
  - Dividend paid per share will be 11.68 MDL;
  - Dividends will be paid in financial means;
  - The right to receive dividends will be granted to the shareholders included in the list of shareholders of CB Victoriabank JSC, with the right to participate in the General Meeting of the Bank's shareholders, at which the decision on the distribution of dividends will be taken and amended in accordance with the legislation in force before the date of the General Meeting of the Bank's shareholders.
  - Dividends will be paid to shareholders in accordance with the legislation in force, within 3 months from the date of the decision, of the General Meeting of Shareholders on their payment.

3. To allocate the remaining profit for 2024, amounting to 309,078,512.19 MDL, to "Retained earnings", with the purpose of consolidation on Bank's position in the banking system, increase of shareholders' equity and creating of reserves for banking risks.

**Voting:**           for    24437024 - votes 99.745 %  
                  against 62486   - votes 0.255 %

- 6.1. To approve the Regulations of the Board of Directors of CB "Victoriabank" JSC

**Voting:**           for    24499510 - votes 100%  
                  against 0       - votes 0 %

- 7.1. To approve the Regulation on remuneration of the members of the Board of Directors of CB "Victoriabank" JSC

**Voting:**           for    20848639 - votes 85.099 % votes  
                  against 3650871 - votes 14.901 % against

- 8.1. To approve the new version of the Articles of Association of Commercial Bank "VICTORIABANK" JSC with entry in force on December 1st, 2025 and the repeal of the Articles of Association of Commercial Bank "VICTORIABANK" JSC approved on April 25, 2019, with subsequent amendments and additions.

**Voting:**           for    24499510 - votes 100 %  
                  against 0       - votes 0 %

***The Executive Committee of CB "Victoriabank" JSC***